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Division of Corporations

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Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Phone

: (561)694-B107

: (561)694-1639

ØRIDA/FOREIGN LIMITED LIABILITY CO. Walden Fitness Systems LLC

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Corporate Filing Menu

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: Walden Fitness Systems LLC

Article II. Address

The street and mailing address of the Company's initial principal office is: Walden Fitness Systems LLC 196 Martin Circle Royal Palm Beach FL 33411

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107 DIVISION OF CORPORATIONS

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

AARON WALDEN 196 Martin Circle Royal Palm Beach FL 33411

SECRETARY OF STATE STORE TARY OF CORPORATIONS
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Article VII. Company Existence

The Company's existence shall begin effective as of May 16, 2007.

The undersigned authorized representative of a member executed these Articles of Organization on May 22, 2007.

CORPORATE OREATIONS INTERNATIONAL INC.

Megan Allen Assistant Secretary

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107

STATEMENT OF REGISTERED AGENT

Walden Fitness Systems LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES RETARY OF STATE ON OF CORPORATIONS
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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC.

Megan Allen, Assistant Secretary

Date: May 16, 2007.

Corporate Creations International Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 (561) 694-8107